

HOGAN & HARTSON

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JOEL S. WINNIK
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April 4, 2002

David Waddell
Executive Secretary
Tennessee Regulatory Authority
460 James Robertson Parkway
Nashville, Tennessee 37243-0505

**Re: Concert Communications Sales LLC
Consummation of Transfer of Control**

Dear Secretary Waddell:

This is to notify the Authority that a transfer of control of Concert Communications Sales LLC was consummated on April 1, 2002. The Authority authorized this transfer of control in Docket No. 01-00971, dated January 11, 2002.

On April 1, 2002, BT North America Inc. became the 100% direct parent company of Concert Communications Sales LLC.¹ BT North America Inc. is an indirect subsidiary of BT Group plc and British Telecommunications plc, as discussed in the application. AT&T Corp. no longer has any direct or indirect interest in Concert Communications Sales LLC. Concert Communications Sales LLC continues to be the entity holding authority from the Authority to provide telecommunications services.

Thirteen copies of this letter, in addition to the original, are enclosed. Please return to the undersigned a date-stamped copy of this letter (an additional copy and a self-addressed, postage pre-paid envelope are enclosed).

¹ Concert Communications Sales LLC was given approval by the Authority to provide operator services and resold telecommunications services in Docket No. 99-00419.

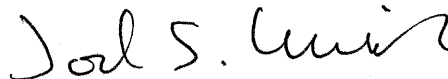
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Please contact the undersigned if you have any questions concerning this matter.

Respectfully submitted,

A handwritten signature in dark ink, appearing to read "Joel S. Winnik". The signature is fluid and cursive, with the first name "Joel" and last name "Winnik" clearly distinguishable.

Joel S. Winnik
Attorney for BT Group plc and British
Telecommunications plc

cc: A. Sheba Chacko, BT Group Legal Services
Thelma M. Webster and Elaine R. McHale
Lawrence J. Lafaro, AT&T Corp.